

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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: In re : Chapter 11
: :
: DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
: :
: Debtors. : (Jointly Administered)
: :
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ORDER UNDER 11 U.S.C. § 107(b) AND FED. R. BANKR. P. 9018
AUTHORIZING PARTIES TO FILE UNDER SEAL MATERIALS
DESIGNATED FOR INCLUSION IN RECORD ON APPEAL FROM BANKRUPTCY
COURT'S DENIAL OF AUTOMODULAR'S MOTION TO COMPEL ASSUMPTION
OR REJECTION OF EXECUTORY CONTRACTS AND MOTION TO ALLOW AND
DIRECT PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM

("AUTOMODULAR APPELLATE RECORD MATERIAL SEAL ORDER")

Upon the unopposed application, dated April 3, 2008 (the "Application"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order under 11 U.S.C. § 107(b) and Fed. R. Bankr. P. 9018 authorizing the parties to file under seal those materials designated for inclusion in the record on appeal from the Bankruptcy Court's denial of the motion of Automodular Assemblies Inc., Tec-Mar Distribution Services, Inc., and Automodular Assemblies (Ohio) Inc. (collectively, "Automodular") to compel assumption or rejection of executory contracts and allow and direct payment of administrative expense claim (Docket No. 12453) (the "Automodular Motion"); and it appearing that pursuant to Fed. R. Bankr. P. 9018, no notice of the relief requested in the Application need be provided; and this Court having determined that the relief requested in the Application is in the best interests of the

Debtors, their estates, their creditors, and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Application is GRANTED.
2. Pursuant to 11 U.S.C. § 107(b) and Fed. R. Bankr. P. 9018, the parties are authorized to file under seal confidential documents and materials designated for inclusion in the record on appeal of the order denying the Automodular Motion (the "Confidential Exhibits").
3. The Confidential Exhibits designated as record items shall (a) remain confidential, (b) be filed under seal in unredacted form, (c) be transmitted under seal in unredacted form to the Clerk of the District Court or the United States District Judge designated to hear the appeal, if and when requested, and (d) be served on and made available in unredacted form only to (i) the United States Trustee for the Southern District of New York, (ii) counsel to the Debtors' official committee of unsecured creditors, and (iii) such other parties as ordered by this Court or as agreed to in writing by the Debtors and Automodular.
4. Redacted copies of the Confidential Exhibits may be submitted in connection with the transmittal of the designated public record on appeal in this matter.
5. The requirement pursuant to Rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York that the Debtors file a memorandum of law in support of the Application is hereby waived.

6. This Court retains jurisdiction to enforce this order and the confidentiality of the Confidential Exhibits and the sensitive information contained therein, including the authority to impose sanctions on any person or entity which violates this order.

Dated: New York, New York
April __, 2008

UNITED STATES BANKRUPTCY JUDGE